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AKIN GUMP
STRAUSS HAUER & FELD LLP

Attorneys at Law

RECEIPT

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April 6, 2004

VIA COURIER

FCC/MELLON

APR 06 2004

Federal Communications Commission
Wireline Competition Bureau – CPD – 214 Appls.
P.O. Box 358145
Pittsburgh, PA 15251-5145

Re: Application For Authority Pursuant to Section 214 of the Communications Act of 1934 to Transfer Control of TELIGENT, INC., Holder of a Blanket Domestic Section 214 Authorization and an International Section 214 Authorization, File No. ITC-214-19971210-00775

Enclosed for filing please find an original and five copies of the above-captioned joint application for authority to transfer control of Teligent, Inc., holder of domestic and international Section 214 authorizations ("Joint Application"), to Aspen Partners – Series A, a Series of Aspen Capital Partners, L.P. A copy of this Joint Application is being filed contemporaneously herewith with the International Bureau, via the International Bureau's electronic filing system.

Also enclosed is a Form 159 and a check for the requisite filing fee amount of \$860. Finally, we have provided an additional copy of this filing to be date-stamped and returned to our courier. Please direct any questions concerning the Joint Application to the undersigned.

Best regards,



Tom W. Davidson, Esq.

Enclosures

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In re Application of)
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Teligent, Inc.)
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Licensee)
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and)
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**Aspen Partners – Series A, a Series of Aspen
Capital Partners, L.P.**)
)
)

File No. _____

Transferee)
)
)

For Authority Pursuant to Section 214 of the)
Communications Act of 1934 to Transfer Control)
of Teligent, Inc., Holder of a Blanket Domestic)
Section 214 Authorization and an International)
Section 214 Authorization, File No. ITC-214-)
19971210-00775)
)

APPLICATION FOR CONSENT TO TRANSFER OF CONTROL

Pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Sections 63.03, 63.04, 63.18 and 63.24 of the rules of the Federal Communications Commission ("Commission"), 47 C.F.R. § 63.03, 63.04, 63.18 and 63.24, Teligent, Inc. ("Teligent") and Aspen Partners – Series A, a Series of Aspen Capital Partners, L.P. ("Aspen Partners – Series A" or "Transferee") (collectively, the "Parties") hereby request Commission consent to transfer control of Teligent, holder of the above referenced international Section 214 authorization (the "International 214") and blanket domestic authorization ("Domestic 214") (together, "Section 214 Authorizations") to Aspen Partners – Series A. Pursuant to Section 63.04(b) of the Commission's rules, Teligent and Aspen Partners – Series A submit this application ("Application") as a combined application to assign the Section 214 Authorizations. As explained below, this application ("Application") qualifies for streamlined processing by the Commission pursuant to Sections 63.03(b) and 63.12 of the Commission's rules, 47 C.F.R. § 63.03(b) and 63.12.

I. PREAMBLE

A. Description of the Transaction

1. Current Ownership.

After Teligent emerged from bankruptcy, 8,000 shares of the reorganized company were distributed to certain claimholders and other entities. Aspen Partners – Series A currently holds 1,751 of these shares, or a 21.89 % interest. In the aggregate, certain members of Teligent's Stockholders Committee hold 2,988 shares, or a 37.35 % interest.¹ The remaining shares in Teligent are held by multiple entities.

2. Acquisition of Control.

On March 8, 2004, Aspen Partners – Series A sent letters ("Offer Letters") to members of Teligent's Stockholders Committee in which it offered to purchase their shares for a set price per share. On or before March 15, 2004, certain members of the Stockholders Committee submitted executed Offer Letters ("Letter Agreements") for the sale of their shares in Teligent to Aspen Partners – Series A, contingent upon receipt of prior Commission approval. Upon receiving the Letter Agreements from members of the Stockholders Committee, Aspen Partners – Series A extended additional Offer Letters to the remaining shareholders of Teligent. As of March 29, 2004, Aspen Partners – Series A had received Letter Agreements for the sale of an additional 2,886 shares. Thus, upon closing, Aspen Partners – Series A will own approximately 7,625 of the 8,000 shares of Teligent, or a 95.31% interest.

3. Proposed Ownership.

In the transaction that is the subject of this Application, Aspen Partners – Series A proposes to acquire at least a 95.31% controlling interest in Teligent, the holder of the Section 214 Authorizations. Aspen Partners – Series A is a "series" of Aspen Capital Partners, L.P., a limited partnership organized under the laws of Delaware. Aspen Partners – Series A is a unique entity separate and distinct from Aspen Capital Partners, L.P., with its own taxpayer identification number, rights, powers, profits, losses and liabilities. Although Aspen Partners – Series A does not have a separate certificate of limited partnership, the certificate of limited partnership for Aspen Capital Partners, L.P. does explicitly disclose the separate nature of each series of Aspen Capital Partners, L.P. Entities that hold a partnership interest in Aspen Partners – Series A do not necessarily hold an interest in Aspen Capital Partners, L.P.

As further set forth below, Aspen Partners – Series A is controlled by Nikos Hecht, the managing member of Aspen Capital, LLC, the sole general partner of Aspen Partners – Series A. Aspen Offshore Ltd. holds a 26.26% limited partnership interest in Aspen Partners – Series A.

¹ The distribution of these shares is as follows: (i) JPMorgan Chase Bank – 1,000 shares; (ii) Bank of America Strategic Solutions, Inc. – 619 shares; (iii) Toronto Dominion Bank – 500 shares; (iv) Barclays Bank PLC – 469 shares; and (v) Van Kampen Senior Loan Fund – 400 shares.

No other entity or individual holds a 10% or greater interest, direct or indirect, in Aspen Partners – Series A. A diagram of the proposed ownership structure of Teligent is attached as Exhibit A.

B. Public Interest Statement

The proposed transfer of control will further the public interest, convenience and necessity. Under the control of Aspen Partners – Series A, Teligent would have better access to funding and therefore would be in a better position to invest in technology and service improvements. With further investment and improvement, Teligent could extend its telecommunications services to a wider segment of the public and promote the deployment of new services. Aspen Partners – Series A believes that the proposed transaction ultimately will increase competition in the provision of telecommunications services. Based on the foregoing, the Commission promptly should find that grant of the Application will serve the public interest, convenience and necessity.

II. INTERNATIONAL 214 – SECTION 63.18 INFORMATION

The following information is submitted pursuant to Section 63.18 of the Commission's rules in support of the Application to transfer control of Teligent in its capacity as holder of the International 214:

- (a) The name, mailing address, and telephone number of Teligent are as follows:

Teligent, Inc.
Suite 100
460 Herndon Parkway
Herndon, VA 20170
Attention: Brian Leventhal
(703) 326-4400

The name, mailing address, and telephone number of Aspen Partners – Series A are as follows:

Aspen Partners – Series A, a Series of Aspen Capital Partners, L.P.
Attention: Nikos Hecht
152 West 57th Street, 46th Floor
New York, NY 10019
(212) 277-5600

- (b) Teligent is a corporation formed under the laws of Delaware.

Aspen Partners – Series A is a series of a limited partnership formed under the laws of Delaware.

- (c) Correspondence concerning this application should be sent to:

For Teligent:

To the address listed above in (a) with a copy to:

Raul R. Rodriguez
David S. Keir
Leventhal Senter & Lerman PLLC
Suite 600
2000 K Street, NW
Washington, DC 20006
(202) 429-8970

For Aspen Partners – Series A:

To the address listed above in (a) with a copy to:

Tom W. Davidson
Akin Gump Strauss Hauer & Feld LLP
1333 New Hampshire Ave., N.W.
Washington, DC 20036
(202) 887-4011

- (d) On January 23, 1998, the Commission granted to Teligent a Section 214 authorization to provide global facilities-based and global resale service (FCC File No. ITC-214-19971210-00775).

Aspen Partners – Series A does not hold, directly or indirectly, any authorizations pursuant to Section 214.

- (e) Not applicable.
- (f) Not applicable.
- (g) Not applicable.
- (h) The name, principal business, address, citizenship, and ownership interest of each entity that directly or indirectly will control a ten percent or greater interest in Aspen Partners – Series A at the time the instant transaction is consummated are as follows:

| | |
|---------------------------|--|
| Name of Beneficial Owner: | Nikos Hecht |
| Business Type: | Individual |
| Address: | c/o Aspen Advisors LLC 152 W. 57 th Street, 46 th Floor New York, NY 10019 |
| Citizenship: | USA |

Percentage of Ownership: 100% indirect voting interest; 1.10% indirect equity interest²

Name of Beneficial Owner: Aspen Offshore Ltd.
Business Type: Corporation
Address: c/o Walkers
Walker House
P.O. Box 265GT
George Town, Grand Cayman
Cayman Islands
Citizenship: Cayman Islands
Percent interest held in Transferee: 26.26% direct equity interest³

Interlocking Directorates: Not applicable.

- (i) Transferee certifies that it is not a foreign carrier.

Transferee certifies that it is not affiliated with any foreign carrier.

- (j) Not applicable.

- (k) Not applicable.

- (l) Not applicable.

- (m) Not applicable.

- (n) Transferee certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route.

- (o) Pursuant to Sections 1.2001 through 1.2003 of the Commission's rules, Transferee certifies that no party to this Application has been denied federal benefits pursuant to

² Nikos Hecht holds a 100% voting interest in Aspen Capital, LLC as its managing member and a 62.01% equity interest in Aspen Capital, LLC. Aspen Capital, LLC, a Delaware limited liability company, holds a 100% voting interest in Aspen Partners – Series A as its general partner and a 1.78% equity interest in Aspen Partners – Series A. Thus, Nikos Hecht holds *de jure* control over Aspen Partners – Series A as the sole managing member of the sole general partner of Aspen Partners – Series A.

³ Aspen Offshore Ltd. is a foreign entity; however, it is a widely held entity, with both domestic and foreign interest-holders. The total foreign ownership in Aspen Offshore Ltd. results in 16.9% indirect foreign ownership of the Transferee. Direct foreign ownership in the Transferee equals 7%. Thus, the total direct and indirect foreign ownership in Aspen Partners – Series A amounts to 23.9%. This level of foreign ownership is permissible under Section 310(b) of the Act.

Section 5301 of the Anti-Drug Abuse Act of 1988.

- (p) This Application qualifies for streamlined processing. Transferee is not affiliated with any foreign carriers. Therefore, Transferee qualifies for a presumption of non-dominance on all international routes, and the instant Application qualifies for streamlined processing.

III. DOMESTIC 214 – SECTION 63.04 INFORMATION

The following additional information is submitted pursuant to Section 63.04(a) of the Commission's rules in support of the Application to transfer control of Teligent in its capacity as holder of the Domestic 214:

- (a)(1) Name, address and telephone number of each applicant

See Section II(a) above.

- (a)(2) State in which each applicant is organized

See Section II(b) above.

- (a)(3) Contacts for correspondence

See Section II(c) above.

- (a)(4) Entities that directly or indirectly own a ten percent or greater interest in the Transferee

See Section II(h) above.

- (a)(5) Anti-Drug Abuse certification

See Section II(o) above.

- (a)(6) Description of the transaction

See Section I.A above.

- (a)(7) Geographic areas affected

Teligent offers resold long distance voice services in all fifty states and the District of Columbia. Consummation of the instant transaction will be transparent to Teligent's customers.

- (a)(8) Qualification for streamlined processing

This application qualifies for streamlined processing under Section 63.03(b)(1)(ii) of the Commission's rules because: (i) Aspen Partners – Series A is not a telecommunications

provider; and (ii) Transferee, through Teligent, will not have a share of the interstate, interexchange market of 10% or more.

(a)(9) Other FCC applications

Contemporaneously with this Application, the Parties are submitting an application on FCC Form 603 to transfer control of 102 24 GHz licenses and 18 common carrier point-to-point microwave licenses.

(a)(10) Special consideration

Streamlined and expedited processing of this Application is in the public interest for the reasons set forth above.

(a)(11) Waiver request(s)

None.

(a)(12)

Grant of this application will further the public interest, convenience and necessity for the reasons set forth above.

IV. CONCLUSION

Teligent certifies that the information it has contributed to this application is true, correct, and complete to the best of its knowledge, information and belief. Aspen Partners - Series A certifies that the information it has contributed to this application is true, correct and complete to the best of its knowledge, information and belief. Because grant of the Application will serve the public interest, the Parties respectfully request that the Commission expeditiously grant its consent to the Application.

Respectfully submitted,

Transferee:

ASPEN PARTNERS - SERIES A; A SERIES OF
ASPEN CAPITAL PARTNERS, L.P.

By:


Nikos Hecht

Managing Member of General Partner

Date:

4/5/04

Teligent:

TELIGENT, INC.

By:

James Costanzo

Chief Executive Officer

Date:

IV. CONCLUSION

Teligent certifies that the information it has contributed to this application is true, correct, and complete to the best of its knowledge, information and belief. Aspen Partners – Series A certifies that the information it has contributed to this application is true, correct and complete to the best of its knowledge, information and belief. Because grant of the Application will serve the public interest, the Parties respectfully request that the Commission expeditiously grant its consent to the Application.

Respectfully submitted,

Transferee:

ASPEN PARTNERS – SERIES A, A SERIES OF
ASPEN CAPITAL PARTNERS, L.P.

By:

Nikos Hecht
Managing Member of General Partner

Date:

Teligent:

TELIGENT, INC.

By:

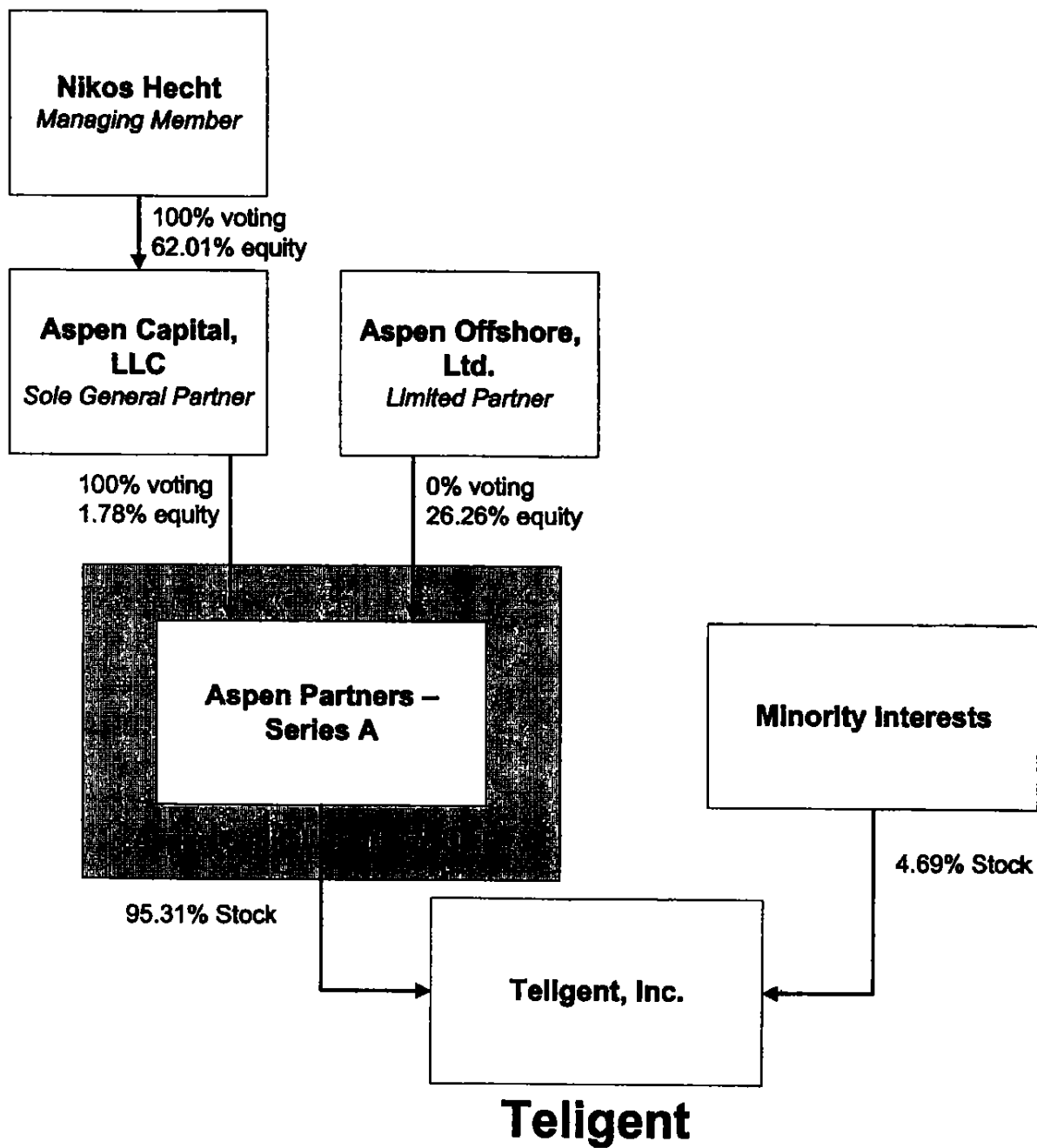
James V. Continenza
James Continenza
Chief Executive Officer

Date:

4-9-04

EXHIBIT A

Proposed Ownership



READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

Approved by OMB
3040-0389
Page 1 of 1

| | | | |
|---|---------------------------------------|---|-------------------------------|
| (1) LOCKBOX # 358145 | | | |
| SECTION A - PAYER INFORMATION | | | |
| (2) PAYER NAME (If paying by credit card enter name exactly as it appears on the card) AKIN GUMP STRAUSS HAUER & FELD LLP | | (3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$860.00 | |
| (4) STREET ADDRESS LINE NO. 1 1333 NEW HAMPSHIRE AVE., N.W. | | | |
| (5) STREET ADDRESS LINE NO. 2 SUITE 400 | | | |
| (6) CITY WASHINGTON | | (7) STATE DC | (8) ZIP CODE 20036 |
| (9) DAYTIME TELEPHONE NUMBER (include area code) 2028874000 | | (10) COUNTRY CODE (if not in U.S.A.) | |
| FCC REGISTRATION NUMBER (FRN) REQUIRED | | | |
| (11) PAYER (FRN) 0005094448 | | | |
| IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 395-C) COMPLETE SECTION BELOW FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET | | | |
| (13) APPLICANT NAME ASPEN PARTNERS - SERIES A, A SERIES OF ASPEN CAPITAL PARTNERS, L.P. | | | |
| (14) STREET ADDRESS LINE NO. 1 152 W. 57TH ST. | | | |
| (15) STREET ADDRESS LINE NO. 2 | | | |
| (16) CITY NEW YORK | | (17) STATE NY | (18) ZIP CODE 10019 |
| (19) DAYTIME TELEPHONE NUMBER (include area code) 2122775000 | | (20) COUNTRY CODE (if not in U.S.A.) | |
| FCC REGISTRATION NUMBER (FRN) REQUIRED | | | |
| (21) APPLICANT (FRN) 0010633915 | | | |
| COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET | | | |
| (23A) CALL SIGN/OTHER ID | (24A) PAYMENT TYPE CODE CUT | (25A) QUANTITY 1 | |
| (26A) FEE DUE FOR (FTC) \$860.00 | (27A) TOTAL FEE \$860.00 | | |
| (28A) FCC CODE 1 | | (29A) FCC CODE 2 | |
| (23B) CALL SIGN/OTHER ID | (24B) PAYMENT TYPE CODE | (25B) QUANTITY | |
| (26B) FEE DUE FOR (FTC) | (27B) TOTAL FEE | | |
| (28B) FCC CODE 1 | | (29B) FCC CODE 2 | |
| SECTION D - CERTIFICATION | | | |
| CERTIFICATION STATEMENT TOM W. DAVIDSON , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. | | | |
| SIGNATURE <i>Tom W. Davidson</i> | | DATE 4/6/04 | |
| SECTION E - CREDIT CARD PAYMENT INFORMATION | | | |
| MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____ | | | |
| ACCOUNT NUMBER _____ | | EXPIRATION DATE _____ | |
| I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described. | | | |
| SIGNATURE _____ | | DATE _____ | |

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003 (REVISED)